

N96000002443

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

RECEIVED
DIVISION OF CORPORATIONS
MAY 7 1996

SUBJECT: VERO BEACH/INDIAN RIVER SURF LIFESAVING ASSOCIATION
(Proposed corporate name - must include suffix) INC.

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

FROM: WILLIAM B. FRANCOEUR
Name (Printed or typed)

5014 DEER RUN DR
Address

FT PIERCE, FL 34951
City, State & Zip

(407) 234-8375
Daytime Telephone number

RECEIVED
DIVISION OF CORPORATIONS
MAY 7 1996
9:46 AM

MAY 7 1996

BSB

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
OF
VERO BEACH/INDIAN RIVER
SURF LIFESAVING ASSOCIATION, INC.

FILED
96 MAY -2 AM 8:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, acting as Incorporator of a corporation not for profit under the Florida Not For Profit Corporation Act (Chapter 617, Florida Statutes), adopts the following Articles of Incorporation:

ARTICLE I

NAME AND LOCATION

1.01. The name of this Corporation shall be Vero Beach/Indian River Surf Lifesaving Association, Inc. and its principal address shall be 5014 Deer Run Drive, Ft. Pierce, Florida 34951

ARTICLE II

PURPOSE

2.01. General. This corporation is organized and shall be operated exclusively for charitable, religious, scientific, and educational purposes, including for such purposes the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code of 1986, as amended (hereinafter referred to as the "Code"), or corresponding section of any future federal tax code.

2.02. Specific. The specific purpose of this Corporation is to promote and develop the finest methods of beach patrol lifesaving and to familiarize the general public with the functions and services of beach patrol lifeguard organizations. Concurrent with this purpose, the corporation shall acquaint the public in the area of beach safety, through educational means, competitions, public exhibitions and charitable events.

2.03. This Corporation shall have the powers granted by Section 617.0302, Florida Statutes.

ARTICLE III

PROHIBITED ACTIVITIES

3.01. Notwithstanding any other provisions of these Articles of Incorporation, this Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by (a) a corporation exempt from federal income tax under Section 501(c)(3) of the Code, and its regulations, as they now exist, or as they hereafter be amended, or the corresponding provisions of any future federal tax code, or (b) a corporation, contributions to which are deductible under Section 170(c)(2) of the Code, or the corresponding provisions of any future federal tax code.

3.02. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to its members, directors or officers, or any private individual, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II hereof.

3.03 No member, director, officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

3.04. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE IV

MEMBERS

4.01. The original members of the Corporation shall be the members of the Board of Directors, serving at the date of the execution of these Articles. Each member of this corporation must be a member of a beach patrol lifeguard service and have worked a minimum of eight hours for his or her respective service in any one calendar year. A membership application and nominal annual fee shall be required for each member.

Otherwise, there may be established, according to the terms of the Bylaws of the corporation, such class or classes of membership, honorary, associate, or other, as deemed by the original members to be in the best interest of the corporation.

ARTICLE V

CAPITAL STOCK

5.01. This Corporation shall be organized upon a nonstock basis and shall issue no stock.

ARTICLE VI

TERM OF EXISTENCE

6.01. This corporation shall have perpetual existence.

ARTICLE VII

INCORPORATOR

7.01. The name and address of the person signing these Articles of Incorporation is
William B. Francoeur, 5014 Deer Run Drive, Ft. Pierce, Florida 34951

ARTICLE VIII

OFFICERS

8.01. The business and affairs of this Corporation shall be managed by the officers hereinafter named. The officers in this Corporation shall be elected annually by a majority vote by the Board of Directors of the Corporation and shall hold office during the pleasure of the Board. Any two (2) or more offices may be held by the same person, except the office of President and Secretary. The initial officers are:

<u>Name</u>	<u>Office</u>
William B. Francoeur	President
Steven P. Myers	Vice President
Daniel Elward	Secretary
William B. Francoeur	Treasurer

ARTICLE IX

BOARD OF DIRECTORS

9.01. The officers of the Corporation shall conduct the business and affairs of the Corporation under the oversight of a Board of Directors consisting of not less than three (3) individuals. The names and addresses of the first Board of Directors who shall hold office until their successors are elected and have qualified are as follows:

<u>Name</u>	<u>Address</u>
William B. Francoeur	5014 Deer Run Drive Ft. Pierce, Florida 34951
Patrick S. Myers	410 12th Street SW Vero Beach, Florida 32962
Daniel Elward	183 Filbert Street Sebastian, Florida 32961

The manner in which the directors are to be elected or appointed is stated in the bylaws.

ARTICLE X

BYLAWS

10.01. This Corporation shall adopt Bylaws governing the conduct of the affairs of the Corporation. The Bylaws may be amended as allowed by Chapter 617, Florida Statutes, at any time by an affirmative vote of a majority of the Board of directors.

ARTICLE XI

AMENDMENT OF ARTICLES

11.01. These articles may be amended at any time by an affirmative vote of a majority of the Board of Directors.

ARTICLE XII

INDEMNIFICATION

12.01. Every director and officer of this Corporation shall be indemnified by the Corporation against all expenses and liabilities, including counsel fees reasonably incurred or imposed upon him in connection with any proceeding to which he may be a party, or in which he may become involved, by reason of his being or having been a director or officer of the Corporation, or any settlement thereof, whether or not he is a director or officer at the time such expenses are incurred, except in such cases wherein the director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided that in the event of a settlement, the indemnification herein shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interest for the Corporation. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director or officer may be entitled.

ARTICLE XIII

DISPOSITION OF ASSETS UPON DISSOLUTION

13.01. No directors or officers of the Corporation or other private individual shall be entitled to share in the distribution of any of the corporate assets upon the dissolution of the Corporation. In the event of dissolution or the winding up of its affairs, the net assets of the Corporation, after payment of all debts and liabilities, shall be distributed to one or more organizations which are themselves exempt organizations pursuant to Sections 501(c)(3) and 170(c)(2) of the Code, or corresponding section of any future federal tax code.

13.02. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XIV

REGISTERED OFFICE AND REGISTERED AGENT

14.01. The street address of the Registered Office of this Corporation is,
5014 Deer Run Drive, Ft. Pierce, FL 34951
and the name of the Registered Agent of this Corporation at that address is
William B. Francoeur

Acceptance by Registered Agent

I hereby accept designation as the Registered Agent for this Corporation and agree to
comply with the provisions of the Florida Statutes relative to keeping open said office, on
this 23rd day of April, 1996.

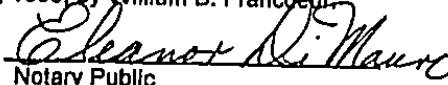

William B. Francoeur

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of
Incorporation this 23rd day of April, 1996.


William B. Francoeur
Incorporator

STATE OF FLORIDA
COUNTY OF INDIAN RIVER

The foregoing instrument was acknowledged before me
this 23rd day of April, 1996, by William B. Francoeur.


Notary Public
State of Florida at Large

My Commission Expires:



ELEANOR DI MAURO
MY COMMISSION # CC352318 EXPIRES
March 16, 1998
BONDED THRU TROY FAIR INSURANCE, INC.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

VERD BEACH/INDIAN RIVER SURF LIFESAVING ASSOCIATION, INC.
(must include suffix)

2. The name and address of the registered agent and office is:

WILLIAM B. FRANCOEUR
(NAME)

5014 DEER RUN DR.

(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

FT. PIERCE, FL 34951

(CITY/STATE/ZIP)

FILED
MAY -2 11 8:16
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Will B. Francoeur
(SIGNATURE)

4-23-96
(DATE)